

# **EXHIBIT 47**

**UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

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In Re: AUTOMOTIVE PARTS	:	
ANTITRUST LITIGATION	:	
	:	
ALL PARTS	:	Case No.: 12-MD-02311
	:	Honorable Marianne O. Battani
	:	Special Master Gene Esshaki
THIS RELATES TO: ALL CASES	:	
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	:	
	:	

**DECLARATION OF BENJAMIN WEINER IN SUPPORT OF JAGUAR LAND ROVER  
NORTH AMERICA, LLC's OPPOSITION TO MOTION TO COMPEL**

I, Benjamin Weiner, hereby declare under penalty of perjury as follows:

1. I am employed as the Compliance and Administration Controller of Jaguar Land Rover North America, LLC ("Jaguar Land Rover"). I have been employed by Jaguar Land Rover since before its acquisition by Tata Motors Limited in 2008. In my current role, I am responsible for Business Assurance, Purchasing, Treasury and various Administrative functions such as facility management. I make this declaration based upon personal knowledge and a review of business records and information concerning Jaguar Land Rover.

**I. Jaguar Land Rover's Limited Operations**

2. Jaguar Land Rover's primary business operations are limited to the purchase and distribution of Jaguar and Land Rover vehicles, and the marketing of those vehicles in the United States.

3. Jaguar Land Rover North America, LLC was formed in 2008.

4. Jaguar Land Rover purchases fully-assembled Jaguar and Land Rover vehicles for distribution in the United States. Jaguar Land Rover purchases those fully-assembled vehicles from Jaguar Land Rover Limited, a corporation organized under the laws of England with its principal place of business in Coventry, England.

5. All of the vehicles Jaguar Land Rover purchases are manufactured outside the United States.

6. Jaguar Land Rover purchases the vehicles from Jaguar Land Rover Limited at prices determined by Jaguar Land Rover Limited. Jaguar Land Rover does not receive or maintain information concerning, among other Jaguar Land Rover Limited manufacturing cost elements, the amount paid by Jaguar Land Rover Limited or others for components or assemblies that are used to manufacture Jaguar or Land Rover vehicles.

7. Given its distribution and marketing role, Jaguar Land Rover does not purchase components or assemblies for initial installation in the vehicles that it distributes, has no role in the selection of suppliers of those components and assemblies, does not negotiate or enter into agreements with suppliers of those components or assemblies, and has no records concerning the procurement or cost of such components or assemblies.

8. Jaguar Land Rover also does not engage in the design, manufacture or assembly of Jaguar or Land Rover vehicles, the sale of those vehicles to consumers, or the financing of those vehicles for consumers.

9. As noted, when Jaguar Land Rover purchases vehicles from Jaguar Land Rover Limited, Jaguar Land Rover does not receive information concerning the procurement or costs of components and assemblies installed in those vehicles. To the extent that Jaguar Land Rover Limited may factor the pricing of components and assemblies into prices charged to Jaguar Land

Rover for Jaguar or Land Rover vehicles, Jaguar Land Rover does not receive information about that decision.

10. After purchase from Jaguar Land Rover Limited, Jaguar Land Rover sells the new vehicles to authorized dealers in the United States for retail sale or lease in the United States.

11. In determining the prices at which it sells vehicles to authorized dealers, Jaguar Land Rover does not consider the costs of components and assemblies, nor could it, because Jaguar Land Rover does not have information concerning the costs of components and assemblies.

12. The purchase and financing of Jaguar or Land Rover vehicles to consumers are matters that are addressed between a Jaguar or Land Rover dealer and consumers without involvement by Jaguar Land Rover.

13. In the ordinary course of business, Jaguar Land Rover only obtains limited identification information on the purchasing consumer from the authorized dealer, principally for communications purposes, such as product campaigns and recalls.

14. Jaguar Land Rover only has the limited information on purchasing consumers dating back to 2005 for Jaguar vehicles and 2006 for Land Rover vehicles.

15. In the ordinary course of business, Jaguar Land Rover does not obtain from dealers information on the sale or lease price, or the terms and conditions of sale or lease, to the purchasing consumer. Dealers are not required to report, and typically do not report, the terms and conditions of individual retail transactions, such as pricing, pricing decisions, and terms and conditions to Jaguar Land Rover.

## II. Jaguar Land Rover's Limited United States Sales

16. Jaguar Land Rover's vehicle sales have always been a very small percentage of the U.S. vehicle market. The following charts identify Jaguar Land Rover's U.S. sales of Jaguar and Land Rover vehicles, and their respective U.S. light weight vehicle market share. Sales are identified dating back to 2008, the year of Jaguar Land Rover's formation. The Jaguar Land Rover sales data is based on the sales numbers reported to and published by Automotive News. The total U.S. light weight vehicle sales data is publicly available from the U.S. Federal Reserve.<sup>1</sup>

<b><u>JAGUAR SALES</u></b>			
<b>Year</b>	<b>U.S. Light Weight Vehicle Sales (Federal Reserve Data)</b>	<b>Total Jaguar Sales by Jaguar Land Rover</b>	<b>Jaguar Sales: Share of U.S. Light Weight Vehicle Sales</b>
<b>2008</b>	13,194,900	14,824	0.1123%
<b>2009</b>	10,402,200	11,955	0.1149%
<b>2010</b>	11,554,800	13,340	0.1154%
<b>2011</b>	12,734,900	12,276	0.0964%
<b>2012</b>	14,442,500	12,011	0.0832%
<b>2013</b>	15,531,800	16,952	0.1091%
<b>2014</b>	16,435,100	15,773	0.0960%
<b>2015</b>	17,386,300	14,466	0.0832%

<sup>1</sup> See Light Weight Vehicle Sales (not seasonally adjusted), Federal Reserve of St. Louis Economic Data, <https://research.stlouisfed.org/fred2/release?rid=93>.



<b><u>LAND ROVER SALES</u></b>			
<b>Year</b>	<b>U.S. Light Weight Vehicle Sales (Federal Reserve Data)</b>	<b>Total Land Rover Sales by Jaguar Land Rover</b>	<b>Land Rover Sales: Share of U.S. Light Weight Vehicle Sales</b>
<b>2008</b>	13,194,900	29,718	0.2252%
<b>2009</b>	10,402,200	26,306	0.2529%
<b>2010</b>	11,554,800	31,864	0.2758%
<b>2011</b>	12,734,900	38,099	0.2992%
<b>2012</b>	14,442,500	43,664	0.3023%
<b>2013</b>	15,531,800	50,010	0.3220%
<b>2014</b>	16,435,100	51,465	0.3131%
<b>2015</b>	17,386,300	70,582	0.4060%

### **III. Upstream Purchasing Information**

17. I understand that the motions at issue concern, in part, 35 requests (including subparts) relating to upstream purchasing information of the components and assemblies at issue. As set out above, Jaguar Land Rover does not, in the ordinary course, receive or maintain records concerning the procurement or cost of components or assemblies.

### **IV. Downstream Purchasing Information**

18. I understand that the motions at issue concern, in part, 28 requests relating primarily to (i) the distribution and sale of vehicles; and (ii) the resale of those vehicles by dealers. I refer to these requests as “downstream” requests.

19. As detailed above, Jaguar Land Rover only obtains limited identification information on the purchasing consumer from the authorized dealer, and does not obtain information on the sale or lease price, or the terms and conditions of sale or lease, to the purchasing consumer.


20. Jaguar Land Rover does not consider the cost of components and assemblies when setting prices. Absent this information, any downstream information Jaguar Land Rover might have would not enable the tracking of a purported overcharge on a component—purchased and paid for by another entity—through the distribution process to a dealer network or the end-user customer.

21. Any downstream information Jaguar Land Rover might have would only date to 2005 for Jaguar and 2006 for Land Rover.

22. Moreover, the burden of searching for and producing downstream information that Jaguar Land Rover might have in its possession is immense. Such a search would require reviewing data in multiple electronic databases, searching electronically archived records, and searching extensive hardcopy record collections, many of which, to the extent that they still exist, may be in off-site storage and exceedingly difficult to locate and collect. The documents, records and data that are sought are not maintained in a format that aligns with the requests and none of the documents, records or data, including those for more recent years, are maintained in a fashion that I consider readily accessible.

23. I anticipate that the effort to simply locate and collect the documents, records and data that are sought for the time period at issue would take hundreds or thousands of employee hours. Jaguar Land Rover has approximately 350 employees, only 8 of which are in the legal department. Such an undertaking would substantially interfere with Jaguar Land Rover's business duties and operations.

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief this 18th day of February, 2016.

  
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Benjamin Weiner